

NOTICE OF CONFIDENTIALITY RIGHTS: IF YOU ARE A NATURAL PERSON YOU MAY REMOVE OR STRIKE ANY OF THE FOLLOWING INFORMATION FROM ANY INSTRUMENT THAT TRANSFERS ANY INTEREST IN REAL PROPERTY BEFORE IT IS FILED FOR RECORD IN THE PUBLIC RECORDS: YOUR SOCIAL SECURITY NUMBER OR YOUR DRIVER'S LICENSE NUMBER.

AMENDMENT OF OIL AND GAS LEASE

**STATE OF TEXAS §
 § **KNOW ALL MEN BY THESE PRESENTS:**
COUNTY OF TARRANT §**

WHEREAS, on September 5, 2006, **Royce H. Kirby, B. E. Merrell and Annice Elliott**, whose collective address is 2451 Great Southwest Parkway, Fort Worth, Texas 76106 (collectively, the "**Lessor**"), executed and delivered unto **Dale Resources, L.L.C.** (the "**Lessee**"), whose address is 2100 Ross Avenue, Suite 1870, LB-9, Dallas, Texas 75201, an Oil and Gas Lease (the "**Lease**").

WHEREAS, Chesapeake Exploration Limited Partnership, the predecessor in interest to **Chesapeake Exploration L.L.C.**, ("**Chesapeake**") acquired all interest in and to said Lease through a Purchase and Sale Agreement by and between Lessee and Chesapeake dated December 21, 2006 and effective December 1, 2006. Said agreement covers the lands described below:

5.683 acres of land, more or less, being all of Lot 2, Block B, of the Carmichael Subdivision, a subdivision of the City of Fort Worth, Tarrant County, Texas, according to the plat recorded in Volume 388-201, Page 67, of the Plat Records of Tarrant County, Texas.

WHEREAS, Byram Earl Merrell, Sr., who was also known as B. E. Merrell, passed away on May 18, 2007, and his wife, Dorothy Jean Merrell, has qualified as Independent Executrix of his estate, and his interest in the Lease has now passed to the Estate of Byram Earl Merrell, Sr.

WHEREAS, Lessor and Chesapeake desire to amend the Lease by amending any and all pooling provisions contained therein;

NOW THEREFORE, for and in consideration of Ten and No/100 Dollars (\$10.00) and other good and valuable consideration, the receipt and sufficiency of which is hereby acknowledged and confessed, the Lessor and Lessee do hereby amend the Lease as provided below:

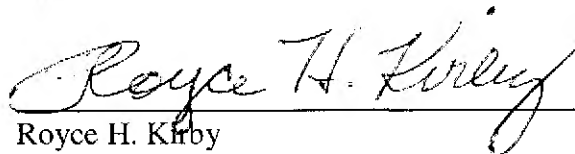
Paragraph 7 of the lease, entitled "Pooling", is amended by adding at the end thereof the following addition:

" Provided however, notwithstanding any other provision in this lease, in the event Lessee plans to drill four or more laterals, in one or more wells, Lessee may form a unit for Horizontal Barnett wells consisting of up to 640 acres, plus a 10 percent variance, provided all Lessor's land covered by this lease is included in the unit. "


The Lessor does by these presents ratify, confirm and adopt the Lease and the addendum thereto as amended hereby, and do further grant, let, lease and demise unto the Lessee all of the land described therein, together with all rights thereunder, under the same terms and conditions contained in the original lease, **except as herein amended.**

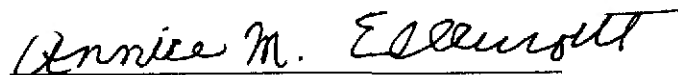
Executed by each party on the date set forth in their respective acknowledgments below, but effective for all purposes as of the date such instrument is filed for recording in the office of the county clerk.

Lessor:


Royce H. Kirby


Estate of Byram E. Merrell, Sr.

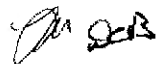
By: 
Dorothy Jean Merrell,
Independent Executrix


Annice Elliott

Lessee:

**Chesapeake Exploration L.L.C.,
an Oklahoma limited liability company**

By: 
Henry J. Hood, Sr. Vice President –
Land and Legal & General Counsel



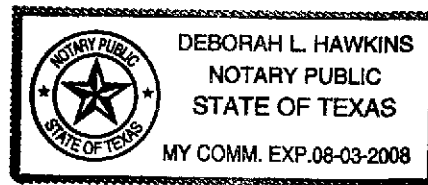
ACKNOWLEDGMENTS

STATE OF TEXAS)
)
COUNTY OF TARRANT)

On this 29 day of July, 2008, before me, a Notary Public in and for said County and State, personally appeared Royce H. Kirby, personally known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that he executed the instrument for the purposes and consideration therein expressed.

WITNESS my hand and official seal.

Deborah L. Hawkins
Notary Public, State of Texas

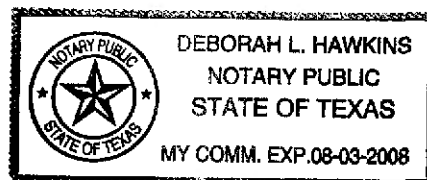


STATE OF TEXAS)
)
COUNTY OF TARRANT)

On this 29 day of July, 2008, before me, a Notary Public in and for said County and State, personally appeared Dorothy Jean Merrett, personally known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that she is the Independent Executrix of the Estate of Byram Earl Merrett, Sr., and that she executed the instrument for the purposes and consideration therein expressed and in the capacity therein stated.

WITNESS my hand and official seal.

Deborah L. Hawkins
Notary Public, State of Texas



STATE OF TEXAS)

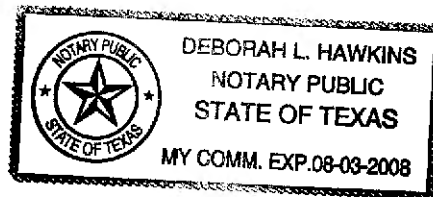
COUNTY OF TARRANT)

On this 29 day of July, 2008, before me, a Notary Public in and for said County and State, personally appeared Annice Elliott, personally known to me to be the person whose name is subscribed to the within instrument, and acknowledged to me that she executed the instrument for the purposes and consideration therein expressed.

WITNESS my hand and official seal.

Deborah L. Hawkins

Notary Public, State of Texas



STATE OF OKLAHOMA §

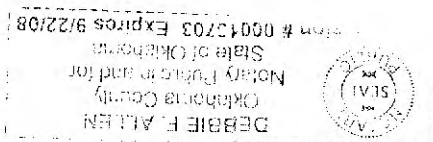
COUNTY OF OKLAHOMA §

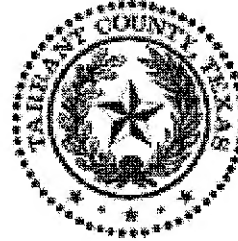
Before me, the undersigned, a Notary Public in and for said County and State, on this 4th day of September, 2008, personally appeared Henry J. Hood, Senior Vice President - Land and Legal & General Counsel of **Chesapeake Exploration L.L.C.**, an Oklahoma Limited Liability Company, to me known to be the identical person who subscribed the name of the maker thereof to the foregoing instrument and acknowledged to me that he executed the same as his free and voluntary act and deed and as the free and voluntary act and deed of such corporation, for the uses and purposes therein set forth.

Given under my hand and seal the day and year last above written.

Debbie F. Allen

Notary Public, State of Oklahoma





DALE RESOURCES LLC
2100 ROSS AVE STE 1870 LB-9

DALLAS TX 75201

Submitter: DALE RESOURCES LLC

SUZANNE HENDERSON
TARRANT COUNTY CLERK
TARRANT COUNTY COURTHOUSE
100 WEST WEATHERFORD
FORT WORTH, TX 76196-0401

DO NOT DESTROY
WARNING - THIS IS PART OF THE OFFICIAL RECORD.

Filed For Registration: 09/15/2008 11:00 AM
Instrument #: D208357450
LSE 5 PGS \$28.00

By: _____



D208357450

ANY PROVISION WHICH RESTRICTS THE SALE, RENTAL OR USE
OF THE DESCRIBED REAL PROPERTY BECAUSE OF COLOR OR
RACE IS INVALID AND UNENFORCEABLE UNDER FEDERAL LAW.

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